



MEETING MINUTES

INTERNATIONAL CODE COUNCIL, INC.

**BOARD OF DIRECTORS MEETING
COLORADO SPRINGS, CO
DECEMBER 7, 2022
8:30 AM MST**

MEETING AGENDA

1.0 CALL TO ORDER – President Wich

President Wich called the meeting to order.

2.0 ROLL CALL ESTABLISHMENT OF A QUORUM – Secretary/Treasurer Spencer

Secretary-Treasurer Spencer called the roll. A quorum was established with all directors present.

	Present	Absent
Michael Wich, CBO, President	X	
Stuart Tom, PE, CBO, FIAE, Vice President	X	
David Spencer, CBO, CBCO, Secretary-Treasurer	X	
Cindy Davis, CBO, Immediate Past President	X	
Jack Applegate, CBO, CPI, CHI	X	
Michael Boso	X	
Alan Boswell, MCP, CBO	X	
Ben Breadmore	X	
Kris Bridges, MCP, CBO	X	
Shirley Ellis, CBO	X	
Ron Hampton, MCP, CBO	X	
Steve McDaniel, CPCA	X	
Randy Metz, MPA, EFO, CFO, FM	X	
Tom Peterson, CBO	X	
José Roig, CBO, CCEA	X	
Michael Savage, MCP, CBO, CFPS, CEI-M	X	
Jim Sayers	X	

Angie Wiese, PE, CBO	X	
----------------------	---	--

ICC staff members present included CEO Dominic Sims, COO/CFO John Belcik, Executive Vice President of Customer Engagement Whitney Doll, General Counsel Mel Oncu, Assistant General Counsel Will Coffman, Senior Vice President of Technical Services Mike Pfeiffer, and Deputy Vice President of Technical Services Russ Manning.

Board of Directors consultant Jim Schwarz of Compass Development Group, LLC observed the meeting.

3.0 REVIEW AND APPROVE AGENDA – President Wich

Motion made and seconded to move Agenda Item C3.2 to E3.0 and to move existing Agenda Item E3.0 to E4.0. Motion passed unanimously.

Motion made and seconded to move Agenda Item C8.0 to R5.0, and to move Agenda Items R5.0 to R12.0 to R6.0 to R13.0. Motion passed unanimously.

Motion made and seconded to approve the agenda as amended. Motion passed unanimously.

CONSENT AGENDA (C)

C1.0 APPROVAL OF DRAFT MEETING MINUTES:

C1.1 SEPTEMBER 10, 2022 MEETING

C2.0 PROPOSED CHAPTER APPLICATIONS:

C2.1 ALAMO CHAPTER

C2.2 MID IOWA CONSTRUCTION CODE CHAPTER

C3.0 PROPOSED APPOINTMENTS:

C3.1 ICC FOUNDATION BOARD OF GOVERNORS

C3.3 ENERGY & CARBON ADVISORY COUNCIL

C3.4 BUILDING CODE ACTION COMMITTEE

C3.5 FIRE CODE ACTION COMMITTEE

C3.6 PLUMBING MECHANICAL FUEL GAS CODE ACTION COMMITTEE

C3.7 SUSTAINABILITY, ENERGY & HIGH-PERFORMANCE CODE ACTION COMMITTEE

C3.8 COMPLIANCE CODE ACTION COMMITTEE (CCAC)

C3.9 CODES AND STANDARDS COUNCIL (CSC)

C3.10 ICC/ASHRAE 240 STANDARD COMMITTEE

C4.0 PROPOSED 2022-23 BANKING RESOLUTION

C5.0 RATIFICATION OF 2022 MEMBERSHIP COUNCIL ELECTION RESULTS

C6.0 MEMBERSHIP COUNCIL ANNUAL REPORTS

C7.0 PROPOSED AMENDMENTS TO ICC AND SUBSIDIARY LINES OF CREDIT WITH MORGAN STANLEY

Motion made and seconded to approve the Consent Agenda. Motion passed unanimously.

REGULAR SESSION (R)

R1.0 PRESIDENT'S UPDATE (45)

President Wich welcomed the Board and provided updates on his recent travels and activities as Board president.

President Wich stated that there is a significant amount of global activity on the part of ICC staff right now.

R1.1 IRCC UPDATE (ZAKRESKI)

President Wich introduced SVP of Global Operations and Solutions Judy Zakreski, who attended the meeting via teleconference and presented an overview of ICC's participation in this year's Inter-jurisdictional Regulatory Collaboration Committee (IRCC) meeting.

R1.2 WATER REUSE DELEGATION REPORT (DIRECTOR BOSO) (SIGLER)

President Wich introduced Director Boso and Executive Director of PMG Matt Sigler, who attended the meeting via teleconference and provided a presentation discussing ICC's participation in the Israeli Water Reuse Delegation. A discussion ensued.

R1.3 COP-27 REPORT (ZAKRESKI)

President Wich again introduced SVP of Global Operations and Solutions Zakreski, who provided an overview of ICC's participation in COP-27.

R1.4 U.S. FIRE ADMINISTRATOR'S SUMMIT ON FIRE PREVENTION & CONTROL UPDATE (VICE PRESIDENT TOM) (FIPPINGER)

President Wich introduced Vice President Tom and VP of Fire & Disaster Mitigation Karl Fippinger, who attended the meeting via teleconference and provided an overview of ICC's participation in the 2022 U.S. Fire Administrator's Summit on Fire Prevention & Control.

R2.0 CEO UPDATE (10)

CEO Sims thanked all board members and staff involved in the activities presented during the President's Update.

CEO Sims provided a presentation discussing ICC's growth and current financial status, and provided updates on the following items:

- NBC radio's Water Zone show
- Executive Vice President of Conformity Assessment Shahin Moinian and SVP of Global Operations and Solutions Judy Zakreski) travels to Riyadh and Dubai
- ICC-ES's notified body status from SASO, which enables ICC-ES to issue listings to SASO-regulated construction products.
- ICC-ES's accreditation from the Joint Accreditation Service of Australia and New Zealand (JAS-ANZ), which enables ICC-ES to certify plumbing products with the WaterMark scheme.
- Spring event, including the board meeting, chapter leadership academy, and training session
- Australian ambassador event
- Building Talent Foundation
- ICC Foundation meeting on November 28, 2022
- Staff recognition and holiday events
- Visitor metrics on ICC's digital products and solutions and their associated features.
- ICC Digital Codes Revit and Autodesk plug-ins
- Timeline of ICC's XML Digital Publishing Process

R3.0 VISITING SPEAKER: CALIFORNIA BUILDING OFFICIALS (CALBO) (15) (TIME CERTAIN: 9:30 AM MST)

President Wich introduced Matthew Wheeler, Executive Director of CALBO, and Raj Patel, Code Official with the City of Pico Rivera, CA, who addressed the Board regarding CALBO's post-pandemic digital marketing and promotional efforts. A discussion ensued regarding lessons learned from the pandemic that led to long-term changes.

R4.0 BOARD MEMBER ATTENDANCE AT ICC CHAPTER MEETINGS (DIRECTOR PETERSON) (10)

President Wich introduced Director Peterson, who proposed the elimination of the need for chapters to request their assigned board liaison to attend chapter meetings.

Motion made and seconded to eliminate the requirement for chapters to request their assigned chapter board member to attend chapter meetings.

A discussion ensued regarding how these requests could increase visibility with a broader group of chapters.

A discussion ensued regarding this process not being a requirement but a best practice.

A discussion ensued regarding the benefits of the current request process.

A discussion ensued regarding the context of the chapter requests.

A discussion ensued regarding whether board members need to notify staff of their chapter meeting attendance.

Motion passed with Immediate Past President Davis voting against the motion.

The board recessed for ten minutes.

R5.0 PROPOSED REVISION TO MEMBERSHIP COUNCIL CHARTERS TO REDUCING IN-PERSON MEETINGS TO ONE PER YEAR (MOVED FROM C8.0)

President Wich introduced Director Breadmore, who made a motion that was seconded to disapprove the recommendation to reduce Membership Council meetings to one per year.

A discussion ensued regarding how the membership councils are an effective way to engage members and provide for future leaders to the organization.

A discussion ensued regarding how this action should be considered after the study on the roles of the membership councils takes place next year.

A point of clarification was made stating that reducing the in-person meetings to one from two within the charters would not preclude a second meeting from taking place as needed.

A discussion ensued regarding the effects of face-to-face networking.

A discussion ensued regarding the work-product that membership councils produce.

A point of information was made regarding the effect of the disapproval of this motion on the proposed budget.

A point of clarification was made ensuring this change would be applied to all charters – not just the BMC charter as provided within the Agenda.

Motion passed with Vice President Tom, Secretary-Treasurer Spencer, Immediate Past President Davis and Director Sayers voting against the motion.

R6.0 PROPOSED REVISIONS TO CP-25 – BOARD OF DIRECTORS EXPENSES RE: COMPANION ATTENDANCE AT BOD MEETINGS (VICE PRESIDENT TOM) (15)

President Wich introduced Vice President Tom, who provided background information on the proposal to cover companion attendance costs at the annual Summer and Winter board meetings.

Standing motion from the CP Review Committee to approve the proposed revisions to Section 2.3.1 of CP-25 – Board of Directors Expenses, thereby authorizing the reimbursement of reasonable travel expenses for companions to attend the Winter and Summer Board meetings.

A discussion ensued regarding how spouses or companions are always welcome to attend board meetings by covering airfare costs on their own.

A discussion ensued regarding managing expectations for when companion attendance will be covered.

A discussion ensued regarding the tax implications of companion travel.

Standing motion passed with President Wich, Vice President Tom, Immediate Past President Davis, Secretary-Treasurer Spencer, and Directors Bridges, Boso, Ellis, and Peterson voting against the motion.

R7.0 PROPOSED REVISIONS TO CP-26 – HONORARY MEMBERSHIP RE: IMMEDIATE PAST PRESIDENT AS AUTOMATIC HONORARY MEMBER (VICE PRESIDENT TOM) (10)

President Wich introduced Vice President Tom, who provided background on the CP Review Committee’s proposal to automatically nominate the Immediate Past President with honorary membership.

Standing motion from the Council Policy Review Committee to amend CP-26 – Honorary Membership by adding a new Section 4.0, thereby automatically including the outgoing Past President of the Board of Directors for consideration for an Honorary Member.

A discussion ensued regarding adding some language “in good standing” after “term of office” to account for potential ICC Board Presidents that do not finish their term in good standing.

Standing motion passed with Directors Boso and Wiese voting against the motion.

R8.0 PROPOSED REVISIONS TO CP-28 – CODE DEVELOPMENT RE: NEW PROCESS (20) (PFEIFFER)

President Wich introduced SVP of Technical Services Mike Pfeiffer, who provided a PowerPoint presentation overview of the proposed revisions to CP-28 – Code Development accounting for the new process.

A discussion ensued regarding providing the presentation to the membership.

A discussion ensued regarding adequately and clearly conveying the most significant revisions to the process to the membership.

A discussion ensued regarding when new information with respect to a proposal can be provided throughout the process.

A discussion ensued the timeline of the process.

Motion made and seconded to approve the proposed revisions to CP-28 – Code Development for the new restructured code development cycle starting in 2024.

Motion passed unanimously.

R9.0 DISCUSSION ON OGCV VOTING OPTIONS (15) (PFEIFFER)

President Wich introduced SVP of Technical Services Pfeiffer, who provided background information on the current state of the discussions of the concept to not allow code change proposals to be voted on by the Membership during the Online Governmental Consensus Vote (OGCV) if they have been Disapproved at the first and second Committee Action Hearings and Disapproved at the Public Comment Hearing.

Motion made and seconded to revise CP-28 – Code Development to update the rules of procedures to state that code changes which are Disapproved at Committee Action Hearings #1 and #2 and the Public Comment Hearing are not eligible to be placed on the OGCV.

A discussion ensued about thresholds needed for code change proposals to advance in each stage of the process and how to maintain adequate stakeholder input.

Motion passed with Vice President Tom, Immediate Past President Davis, and Directors Metz and Roig voting against the motion.

R10.0 PROPOSED NEW STANDARD FOR 3D PRINTING (15) (PFEIFFER)

President Wich introduced SVP of Technical Services Pfeiffer, who provided background information on the proposed new standard for 3D printing.

Motion made and seconded to approve a Standards Project to develop a new Standard that establishes a basis for recognition of three-dimensional (3D) automated construction technology for 3D concrete walls using proprietary concrete mixtures (3D Concrete). This standard will enhance ICC conformity assessment's visibility to manufacturers as the choice organization to provide conformity assessment services for 3D printed construction.

A comment was made stating that this standard is way overdue.

A discussion ensued regarding the competition in this arena.

Motion passed unanimously.

The board recessed for lunch and a group photo.

R11.0 PROPOSED REVISIONS TO SHADOW PROGRAM (20) (DOLL)

President Wich introduced Executive Vice President of Customer Engagement Whitney Doll, who provided an overview of the proposed revisions to the Shadow Program.

A discussion ensued regarding updating the “Code Champions” name.

A discussion ensued regarding adequate one-on-one time with shadows and board members.

A discussion ensued regarding the minimum age requirement.

A discussion ensued regarding the application process and the input the board members would have in it.

A discussion ensued regarding the overall focus of this program.

A discussion ensued regarding expanding the proposed headcount from 10 to 20.

A discussion ensued regarding age restrictions on attending certain conference events.

Motion made and seconded to approve the proposed revisions to the shadow program with the idea that it will be re-branded with a new name and, while keeping the minimum age of 25, will not be restricted by the proposed 10-year experience cap.

Friendly amendment proposed to cap the age at 40. Friendly amendment not accepted.

Motion passed with Directors Wiese, Savage, Metz, Breadmore, Applegate, Hampton, and Ellis voting against the motion.

R12.0 DIVERSITY EQUITY & INCLUSION (DEI) AD HOC COMMITTEE RECOMMENDATIONS (30) (DOLL)

President Wich introduced Executive Vice President of Customer Engagement Doll, who provided background on the DEI Ad Hoc Committee’s recommendations.

Motion made and seconded to task the committee with providing the board with actionable recommendations.

A discussion ensued regarding which recommendations staff can identify as actionable.

A discussion ensued regarding the committee's role in fine tuning its proposed recommendations by identifying specific real or perceived issues and fixes.

Motion withdrawn.

Motion made and seconded to direct the DEI Ad Hoc Committee to provide specific proposed solutions to the items it has proposed.

Friendly amendment made to note the Board's deep appreciation and gratitude for the Committee's work. Friendly amendment accepted.

Amended motion passed unanimously.

R13.0 PROPOSED RECOMMENDED CHANGES TO ICC ANNUAL CONFERENCE (20) (DOLL)

President Wich introduced Executive Vice President of Customer Engagement Doll, who provided explanations for why ICC staff is considering and proposing changes to the Annual Conference.

A discussion ensued regarding attendance numbers.

A discussion ensued regarding the annual conference membership survey results.

A discussion ensued regarding co-hosting annual conferences with similarly sized organizations.

Motion made and seconded to approve staff's recommended changes to the annual conference.

Motion failed.

Motion made and seconded to approve staff's recommendation with the exception of proposed item number 1. Motion passed unanimously.

Director Sayers declared that he will be running for Secretary-Treasurer at the 2023 Annual Conference.

Director Boso declared that he will be running for Secretary-Treasurer at the 2023 Annual Conference.

Director Savage stated that he intends to run for his second full term at the 2023 Annual Conference.

A discussion ensued regarding Board members attending all board committee meetings.

Motion made and seconded to enter Executive Session. Motion passed unanimously.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

- 4.0 CEO AND BOARD ONE-ON-ONE SESSION AND CEO EVALUATION (60)
- 4.1 CEO EVALUATION REPORT (DIRECTOR WIESE)
- 4.2 CEO EVALUATION TOOL AND TIMELINE (SEC-TREAS SPENCER)

5.0 OTHER BUSINESS

6.0 ADJOURNMENT

Motion made and seconded to adjourn. Meeting adjourned at 5:15 PM MST.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]